

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

_____	X	
In Re VEECO INSTRUMENTS, INC.,	:	05-MD-1695 (CM)
SECURITIES LITIGATION	:	
_____	X	
THIS DOCUMENT RELATES TO:	:	
_____	X	
AUGUST SCHUPP, III, derivatively on behalf of	:	05-CV-10225 (CM)
VEECO INSTRUMENTS, INC.,	:	
	:	
Plaintiff(s),	:	
	:	<b>NOTICE OF MOTION</b>
v.	:	
	:	
EDWARD H. BRAUN, et al.,	:	
	:	
Defendant(s),	:	
_____	X	
DAVID ALTMAN, derivatively on behalf of	:	05-CV-10226 (CM)
VEECO INSTRUMENTS, INC.,	:	
	:	
Plaintiff(s),	:	
	:	
v.	:	
	:	
EDWARD H. BRAUN, et al.,	:	
	:	
Defendant(s)	:	
_____	X	

PLEASE TAKE NOTICE that, upon the date and time designated by the Court, plaintiffs August Schupp, III, and David Altman (the "Plaintiffs") by their counsel and pursuant to Federal Rule of Civil Procedure 15 will hereby move the Court for an order granting Plaintiffs' Motion for Leave to Amend Their Consolidated Amended Verified Shareholder Derivative Complaint and to File a Second Consolidated Amended Verified Shareholder Derivative Complaint. This Motion is made on the grounds that the amendments are required by justice and are not futile. Plaintiffs have neither acted dilatorily nor in bad faith. Moreover, defendants will not suffer any undue prejudice by granting Plaintiffs' Motion.

This Motion is based upon this Notice, the accompanying Memorandum of Law, the Declaration of Robert I. Harwood and the exhibits annexed thereto, and the complete records and files in this action.

DATED: November 7, 2006

s/ Robert I. Harwood  
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**CERTIFICATE OF SERVICE**

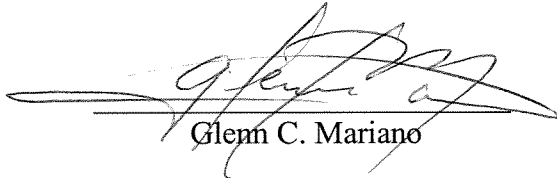
I, Glenn C. Mariano, hereby certify that on November 7, 2006, I caused true and correct copies of Plaintiffs' Notice of Motion, Memorandum of Law in Support of Motion for Leave to Amend, and the Declaration of Robert I. Harwood and the exhibits annexed thereto, to be served upon the following counsel by electronic means, hand delivery, and overnight delivery:

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Glenn C. Mariano